



**.... ITEDSTATES** SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

### ANNUAL AUDITED REPORT **FORM X-17A-5 PART III**

OMB APPROVAL

3235-0123 OMB Number:

February 28, 2010 Expires: Estimated average burden hours per response..... 12.00

SEC FILE NUMBER

**8-** 23340

### **FACING PAGE**

Information Required of Brokers and Dealers Pursuant to Section 17 of the Securities Exchange Act of 1934 and Rule 17a-5 Thereunder

REPORT FOR THE PERIOD BEGINNING		IDING	MM/DD/YY
	MM/DD/YY		MM/DD/TT
A. REG	STRANT IDENTIFICATION		
NAME OF BROKER-DEALER: Shepard & V	banac Securities, Inc.		OFFICIAL USE ONLY
ADDRESS OF PRINCIPAL PLACE OF BUSI	NESS: (Do not use P.O. Box No.)		FIRM I.D. NO.
One South Main Street, 2nd Floor			
	(No. and Street)		
Akron	ОН		44308
(City)	(State)	(2	Zip Code)
NAME AND TELEPHONE NUMBER OF PE Steven C. Ingram	RSON TO CONTACT IN REGARD T	O THIS REF	ORT 330-253-2020
Oteven o. mgram			(Area Code - Telephone Numbe
B. ACC	OUNTANT IDENTIFICATION		
INDEPENDENT PUBLIC ACCOUNTANT w Laura J. MacDonald, CPA, Inc.	(Name – if individual, state last, first, middle n		
	(Name - ij individual, state tast, jirst, midate it		
	Medina	Ohio	44256
135 North Broadway (Address)		Ohio (State)	44256 (Zip Code)
135 North Broadway	Medina	(State)	
135 North Broadway (Address)	Medina	(State)	(Zip Code) SEC Mail Orangeoring Section
135 North Broadway (Address) CHECK ONE:	Medina	(State)	(Zip Code)
135 North Broadway  (Address)  CHECK ONE:  Certified Public Accountant  Public Accountant	Medina	(State)	(Zip Code) SEC Mad Concessing Sec. on MAR 0 9 2009 Washington, DC
135 North Broadway  (Address)  CHECK ONE:  Certified Public Accountant  Public Accountant	Medina (City)	(State)	(Zip Code) SEC Mod Gracestra Secretary MAR 0 9 2009
135 North Broadway  (Address)  CHECK ONE:  Certified Public Accountant  Public Accountant	Medina (City)  ted States or any of its possessions.	(State)	(Zip Code) SEC Mod Processing Sec. on MAR 0.9 2009 Washington, DC

\*Claims for exemption from the requirement that the annual report be covered by the opinion of an independent public accountant must be supported by a statement of facts and circumstances relied on as the basis for the exemption. See Section 240.17a-5(e)(2)

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

### OATH OR AFFIRMATION

I, Steven C. Ingram	, swear (or affirm) that, to the best of
my knowledge and belief the accompanying financi Shepard & Vrbanac Securities, Inc.,	al statement and supporting schedules pertaining to the firm of
of December 31,	, 20 08 , are true and correct. I further swear (or affirm) that
neither the company nor any partner, proprietor, pr	incipal officer or director has any proprietary interest in any account
classified solely as that of a customer, except as fol	lows:
JACQUELINE WANNEMACHER, Notary Public	Musel Share
In and for the State of Ohio	Signature
My Commission Expires January 5, 2014	Digitatio
	President
	Title
(Account II) august a char	
Alequelue Warrenacher	
U Notary Public	
This report ** contains (check all applicable boxes)	📭 a sa na Garaga a sa katalan a kababatan kana da kababatan katalan k
(a) Facing Page.	
(b) Statement of Financial Condition.	
(c) Statement of Income (Loss).	
(d) Statement of Changes in Financial Condition	
(e) Statement of Changes in Stockholders' Equ	
(f) Statement of Changes in Liabilities Subord	inated to Claims of Creditors.
(g) Computation of Net Capital.	
(h) Computation for Determination of Reserve	
_ `/	control Requirements Under Rule 15c3-3.
O	erve Requirements Under Exhibit A of Rule 15c3-3.
	unaudited Statements of Financial Condition with respect to methods of
consolidation.	
(1) An Oath or Affirmation.	en de la companya de La companya de la co
☐ (m) A copy of the SIPC Supplemental Report.	
(n) A report describing any material inadequacie	es found to exist or found to have existed since the date of the previous audit.
**For conditions of confidential treatment of certain	in portions of this filing, see section 240.17a-5(e)(3).

### Laura J. MacDonald

CPA. INC.

135 North Broadway - Medina, Ohio 44256 330.722.1944 - Fax 330.241.5090

### INDEPENDENT AUDITOR'S REPORT

To the Board of Directors Shepard & Vrbanac Securities, Inc. Akron, Ohio

I have audited the accompanying Statement of Financial Condition of Shepard & Vrbanac Securities, Inc., Inc. (the Company) (an Ohio Corporation) as of December 31, 2008, and the related Statements of Income, Changes in Stockholder's Equity and of Cash Flows for the year then ended that you are filing pursuant to Rule 17a-5 under the Securities Exchange Act of 1934. These financial statements are the responsibility of the Company's management. My responsibility is to express an opinion on these financial statements based on my audit.

I conducted my audit in accordance with auditing standards generally accepted in the United States of America. Those standards require that I plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. I believe that my audit provides a reasonable basis for my opinion.

In my opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Shepard & Vrbanac Securities, Inc. as of December 31, 2008, and the results of its operations and its cash flows for the year then ended in conformity with accounting principles generally accepted in the United States of America.

Medina, Ohio

February 20, 2009

nod MIL

# SHEPARD & VRBANAC SECURITIES, INC. STATEMENT OF FINANCIAL CONDITION December 31, 2008

### **ASSETS**

Accounts receivable:  Commissions	Cash and cash equivalents	\$ 57,900		
Other 2,799 Prepaid regulatory fees 10,258 Furniture, fixtures, and office equipment at cost, less accumulated depreciation of \$207,697 Restricted escrow deposits 50,000  LIABILITIES AND STOCKHOLDER'S EQUITY  LIABILITIES Accounts payable \$8,087 Accrued commissions payable 20,273  \$ 28,360  STOCKHOLDER'S EQUITY  Common stock (no par value; 250 shares issued, 122.5 shares outstanding) 32,500 Additional paid-in capital 183,000 Retained earnings 122,265 less 127.5 shares of treasury stock, at cost 1143,120				
Prepaid regulatory fees 10,258 Furniture, fixtures, and office equipment at cost, less accumulated depreciation of \$207,697 Restricted escrow deposits 50,000  LIABILITIES AND STOCKHOLDER'S EQUITY  LIABILITIES Accounts payable \$8,087 Accrued commissions payable 20,273  \$ 28,360  STOCKHOLDER'S EQUITY  Common stock (no par value; 250 shares issued, 122.5 shares outstanding) 32,500 Additional paid-in capital 183,000 Retained earnings 122,265 less 127.5 shares of treasury stock, at cost 1143,120		-		
Furniture, fixtures, and office equipment at cost, less accumulated depreciation of \$207,697 Restricted escrow deposits  LIABILITIES AND STOCKHOLDER'S EQUITY  LIABILITIES Accounts payable Accrued commissions payable STOCKHOLDER'S EQUITY  Common stock (no par value; 250 shares issued, 122.5 shares outstanding) Additional paid-in capital Retained earnings less 127.5 shares of treasury stock, at cost  143,120		2,799		
less accumulated depreciation of \$207,697 Restricted escrow deposits  LIABILITIES AND STOCKHOLDER'S EQUITY  LIABILITIES Accounts payable \$8,087 Accrued commissions payable 20,273  \$28,360  STOCKHOLDER'S EQUITY  Common stock (no par value; 250 shares issued, 122.5 shares outstanding) 32,500 Additional paid-in capital 183,000 Retained earnings 122,265 less 127.5 shares of treasury stock, at cost (194,645)	Prepaid regulatory fees	10,258		
LIABILITIES AND STOCKHOLDER'S EQUITY  LIABILITIES  Accounts payable \$8,087 Accrued commissions payable 20,273  \$28,360  STOCKHOLDER'S EQUITY  Common stock (no par value; 250 shares issued, 122.5 shares outstanding) 32,500 Additional paid-in capital 183,000 Retained earnings 122,265 less 127.5 shares of treasury stock, at cost (194,645)		. · · · · · · · · · · · · · · · · · · ·		
LIABILITIES AND STOCKHOLDER'S EQUITY  LIABILITIES Accounts payable \$8,087 Accrued commissions payable 20,273  \$28,360  STOCKHOLDER'S EQUITY Common stock (no par value; 250 shares issued, 122.5 shares outstanding) 32,500 Additional paid-in capital 183,000 Retained earnings 122,265 less 127.5 shares of treasury stock, at cost (194,645)	Restricted escrow deposits	50,000		
LIABILITIES AND STOCKHOLDER'S EQUITY  LIABILITIES Accounts payable \$8,087 Accrued commissions payable 20,273  \$28,360  STOCKHOLDER'S EQUITY Common stock (no par value; 250 shares issued, 122.5 shares outstanding) 32,500 Additional paid-in capital 183,000 Retained earnings 122,265 less 127.5 shares of treasury stock, at cost (194,645)				
LIABILITIES Accounts payable \$ 8,087 Accrued commissions payable \$ 20,273  \$ 28,360  STOCKHOLDER'S EQUITY Common stock (no par value; 250 shares issued, 122.5 shares outstanding) Additional paid-in capital Retained earnings less 127.5 shares of treasury stock, at cost  143,120			\$	171,480
LIABILITIES Accounts payable \$ 8,087 Accrued commissions payable \$ 20,273  \$ 28,360  STOCKHOLDER'S EQUITY Common stock (no par value; 250 shares issued, 122.5 shares outstanding) Additional paid-in capital Retained earnings less 127.5 shares of treasury stock, at cost  143,120				
LIABILITIES Accounts payable \$ 8,087 Accrued commissions payable \$ 20,273  \$ 28,360  STOCKHOLDER'S EQUITY Common stock (no par value; 250 shares issued, 122.5 shares outstanding) Additional paid-in capital Retained earnings less 127.5 shares of treasury stock, at cost  143,120				
LIABILITIES Accounts payable \$ 8,087 Accrued commissions payable \$ 20,273  STOCKHOLDER'S EQUITY Common stock (no par value; 250 shares issued, 122.5 shares outstanding) Additional paid-in capital Retained earnings less 127.5 shares of treasury stock, at cost  143,120				
Accounts payable \$8,087 Accrued commissions payable \$20,273  \$28,360  STOCKHOLDER'S EQUITY Common stock (no par value; 250 shares issued, 122.5 shares outstanding) \$32,500 Additional paid-in capital \$183,000 Retained earnings \$122,265 less 127.5 shares of treasury stock, at cost (194,645)	LIABILITIES AND STOCKHOLDER'S EQUITY			
Accounts payable \$8,087 Accrued commissions payable \$20,273  \$28,360  STOCKHOLDER'S EQUITY Common stock (no par value; 250 shares issued, 122.5 shares outstanding) \$32,500 Additional paid-in capital \$183,000 Retained earnings \$122,265 less 127.5 shares of treasury stock, at cost (194,645)				
Accrued commissions payable  \$ 20,273  \$ 28,360  STOCKHOLDER'S EQUITY  Common stock (no par value; 250 shares issued, 122.5 shares outstanding)  Additional paid-in capital  Retained earnings 122,265 less 127.5 shares of treasury stock, at cost  143,120	LIABILITIES			
STOCKHOLDER'S EQUITY Common stock (no par value; 250 shares issued, 122.5 shares outstanding) Additional paid-in capital Retained earnings 122,265 less 127.5 shares of treasury stock, at cost  143,120	Accounts payable	\$ 8,087		
STOCKHOLDER'S EQUITY Common stock (no par value; 250 shares issued, 122.5 shares outstanding) Additional paid-in capital Retained earnings 122,265 less 127.5 shares of treasury stock, at cost  183,000 122,265 1243,120	Accrued commissions payable	20,273		
STOCKHOLDER'S EQUITY Common stock (no par value; 250 shares issued, 122.5 shares outstanding) Additional paid-in capital Retained earnings 122,265 less 127.5 shares of treasury stock, at cost  183,000 122,265 1243,120		. 1		
Common stock (no par value; 250 shares issued,  122.5 shares outstanding)  Additional paid-in capital  Retained earnings  less 127.5 shares of treasury stock, at cost  122,265  1243,120			\$	28,360
Common stock (no par value; 250 shares issued,  122.5 shares outstanding)  Additional paid-in capital  Retained earnings  less 127.5 shares of treasury stock, at cost  122,265  1243,120				
122.5 shares outstanding)       32,500         Additional paid-in capital       183,000         Retained earnings       122,265         less 127.5 shares of treasury stock, at cost       (194,645)         143,120				
Additional paid-in capital  Retained earnings  less 127.5 shares of treasury stock, at cost  183,000  122,265  (194,645)  143,120				
Retained earnings 122,265 less 127.5 shares of treasury stock, at cost (194,645)  143,120	<del>-</del>	32,500		
less 127.5 shares of treasury stock, at cost (194,645)  143,120		•		
	and the state of t	122,265		
	less 127.5 shares of treasury stock, at cost	 (194,645)		e e
<u>\$ 171,480</u>				143,120
<u>\$ 171,480</u>				
\$ 171,480			_	
			\$	171,480

# SHEPARD & VRBANAC SECURITIES, INC. STATEMENT OF INCOME Year Ended December 31, 2008

REVENUES		
Commissions and related fees	\$ 841,047	
Dividend and interest income	32,634	
Other revenue	1,740	
		\$ 875,421
EXPENSES		
Salaries, wages and other employment costs	423,601	
Commissions	163,435	
Office and administrative expenses	56,612	
Occupancy	52,096	
Professional services	48,618	
Communications and information services	40,252	
Advertising and marketing	30,129	
Travel	19,370	
Regulatory fees	14,276	
Depreciation	7,375	
Other expenses	27,098	
		882,862
NET INCOME (LOSS)		\$ (7,441)

### SHEPARD & VRBANAC SECURITIES, INC. STATEMENT OF CASH FLOWS Year Ended December 31, 2008

CASH FLOWS FROM OPERATING ACTIVITIES			
Net income (loss)	\$ (7,441)		
Adjustments to reconcile net income (loss) to net			
cash provided by operating activities:			
Depreciation of property and equipment	7,375		
(Increase) decrease in operating assets:			
Accounts receivable	23,629		
Prepaid regulatory fees	(2,262)		
Increase (decrease) in liabilities:			
Accounts payable	8,087		
Accrued expenses	(1,777)		
	1		
NET CASH PROVIDED BY			
OPERATING ACTIVITIES		\$	27,611
CACIL AND CACIL BOUNTAL TOWNS			
CASH AND CASH EQUIVALENTS			
AT BEGINNING OF YEAR			30,289
CASH AND CASH EQUIVALENTS			
AT END OF YEAR		\$	57,900
		<u> </u>	

### Non-cash Transaction:

On January 15, 2008, the Company's long-term consulting agreement with a former shareholder was terminated. Termination of this agreement, and the write off of the related intangible asset, each valued at \$204,000 prior to the termination, have been excluded from the Statement of Cash Flows.

### SHEPARD & VRBANAC SECURITIES, INC. STATEMENT OF CHANGES IN STOCKHOLDER'S EQUITY Year Ended December 31, 2008

	 COMMO	N ST	OCK		
	be <b>r</b> of ares	A	mount	P	OITIONAL AID-IN APITAL
Balance at December 31, 2007	122.5	\$	32,500	\$	183,000
Net loss for 2008	 	· <u></u>	•		<u>-</u>
BALANCE AT DECEMBER 31, 2008	122.5	\$	32,500	\$	183,000

### TREASURY STOCK

TAINED	Number of Shares	Amount	 <u> FOTAL</u>
\$ 129,706	127.5	\$ (194,645)	\$ 150,561
 (7,441)	-		 (7,441)
\$ 122,265	127.5	\$ (194,645)	\$ 143,120

### SHEPARD & VRBANAC SECURITIES, INC. NOTES TO FINANCIAL STATEMENTS December 31, 2008

#### NOTE 1 – ORGANIZATION AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Shepard & Vrbanac Securities, Inc. (the Company) was incorporated in 1979 for the purpose of operating as a broker-dealer in securities. The Company operates as an introducing broker, whose services include accepting customer orders and receiving, but not holding, securities. The Company has a business relationship with an independent clearing broker who carries customer accounts. The Company is registered with the Securities and Exchange Commission (SEC) and is a member of the Financial Industry Regulation Authority (FINRA) and the National Association of Securities Dealers (NASD).

### **Accounting Basis**

The accompanying financial statements have been prepared, in all material respects, in accordance with accounting principles generally accepted in the United States of America, as prescribed in the American Institute of Certified Public Accountants' Audit and Accounting Guide, <u>Brokers and Dealers in Securities</u>. The following information summarizes the accounting basis:

### **Accounts Receivable - Commissions**

Accounts receivable – commissions are from clearing organizations and registered investment companies. All such receivables are considered to be fully collectible; accordingly, no allowance for doubtful accounts is required.

### **Property and Equipment**

Property and equipment are stated at cost. Renewals and betterments are capitalized. The costs of maintenance and repairs are charged to expense as incurred. Depreciation is computed using various accelerated methods over the following estimated useful lives:

Furniture and fixtures 5-7 years
Office equipment 5-7 years

### **Restricted Escrow Deposits**

Restricted escrow deposits consist of money market funds. These deposits are restricted in accordance with the Company's agreement with its independent clearing broker, who is responsible for processing and settling customer transactions.

#### **Commissions and Related Fees**

Commissions and related fee income are recorded on a trade-date basis as securities transactions occur.

### Fair Value of Financial Instruments

The fair value of assets and liabilities approximates carrying value, due to the short-term nature of these items.

## SHEPARD & VRBANAC SECURITIES, INC. NOTES TO FINANCIAL STATEMENTS December 31, 2008

### NOTE 1 – ORGANIZATION AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

### **Income Taxes**

The Company, with the consent of its shareholder, has elected under the Internal Revenue Code to be taxed as a qualified Subchapter S Corporation. In lieu of corporate income taxes, the shareholder is taxed on his individual share of the Company's taxable income. As a result, no provision for Federal income taxes has been included in the accompanying financial statements.

#### **Statement of Cash Flows**

The Statement of Cash Flows is presented in accordance with Statement of Financial Accounting Standards No. 95. Cash equivalents represent temporary investments with original maturity dates of three months or less, and are stated at cost, which approximates fair market value. Cash payments for city income taxes totaled \$320 for the year ended December 31, 2008. There were no cash payments for interest.

#### **Use of Estimates**

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make certain estimates and assumptions that affect the amounts of assets, liabilities, revenues and expenses reported in the financial statements. Actual results could differ from those estimates.

### NOTE 2 - RETIREMENT PLAN

The Company maintains a defined contribution retirement plan which meets the requirements of a "Savings Incentive Match Plan for Employees" (SIMPLE), as defined by the Internal Revenue Service. There were no Company contributions to the Plan for the year ended December 31, 2008.

#### **NOTE 3 – OPERATING LEASE AGREEMENT**

The Company leases office space under a non-cancellable operating lease agreement that expires in June, 2011. This lease also requires the Company to pay for their share of the buildings utilities along with various operating expenses. The Company has subleased a portion of this space through the remaining term of this lease, at a rental rate of \$3,000 per month, plus 50% of the utilities.

Minimum annual rental commitments under this lease agreement as of December 31, 2008, are as follows:

Year Ending December 31,	Minimum <u>Lease Commits.</u>	Sublease <u>Income</u>	Net Lease Commitments
2009	\$ 80,964	\$ 36,000	\$ 44,964
2010	80,964	36,000	44,964
2011	20,241	9,000	11,241
2012	•	-	•

## SHEPARD & VRBANAC SECURITIES, INC. NOTES TO FINANCIAL STATEMENTS December 31, 2008

#### **NOTE 4 – INDEMNIFICATIONS**

In the normal course of its business, the Company indemnifies and guarantees certain service providers, such as clearing and custody agents, trustees and administrators, against specified potential losses in connection with their acting as an agent of, or providing services to, the Company. The maximum potential amount of future payments that the Company could be required to make under these indemnifications cannot be estimated. However, the Company believes that it is unlikely it will be required to make significant payments under these arrangements and, therefore, no contingent liability has been recorded in the accompanying financial statements.

### NOTE 5 – NET CAPITAL REQUIREMENTS

The Company is subject to the Securities and Exchange Commission Uniform Net Capital Rule (SEC Rule 15c3-1) which requires the maintenance of minimum net capital and requires that the ratio of aggregate indebtedness to net capital, both as defined, shall not exceed 15 to 1 (and the rule of the "applicable" exchange also provides that equity capital may not be withdrawn, or cash dividends paid, if the resulting net capital ratio would exceed 10 to 1). At December 31, 2008, the Company had net capital of \$127,944, which was \$77,944 in excess of its required net capital of \$50,000.

### NOTE 6 - REGULATORY MONITORING ACTIVITIES

The U.S. Securities and Exchange Commission (SEC) performed an examination of the Company's books and records in January, 2008. As a result of this examination, the SEC concluded that a ten-year consulting agreement with the Company's former owner must be included on the balance sheet at the gross amount of the liability, which totaled \$204,000 as of December 31, 2007. Prior to the SEC examination, the monthly payments (of \$2,000) associated with this agreement were expensed by the Company. A deficit net capital situation resulted when this previously unrecorded liability was recorded. The consulting agreement was terminated on January 15, 2008 as a result of the SEC investigation. At this time, the liability and related intangible asset were removed from the Company's books and records, and the deficit net capital condition was corrected. No further action has been taken by the SEC and the matter appears to be closed. The Financial Industry Regulatory Authority (FINRA) performed its own review of this situation in August of 2008. FINRA concluded that appropriate corrective actions have been taken by the Company.



### LAURA J. MACDONALD CPA, INC.

135 North Broadway - Medina, Ohio 44256 330.722.1944 - Fax 330.241.5090

### INDEPENDENT AUDITOR'S REPORT ON SUPPLEMENTARY INFORMATION REQUIRED BY RULE 17a-5 OF THE SECURITIES AND EXCHANGE COMMISSION

To the Board of Directors Shepard & Vrbanac Securities, Inc. Akron, Ohio

was both

I have audited the accompanying financial statements of Shepard & Vrbanac Securities, Inc., as of and for the year ended December 31, 2008, and have issued my report thereon dated February 20, 2009. My audit was conducted for the purpose of forming an opinion on the basic financial statements taken as a whole. The information included in Schedules I, II and III is presented for purposes of additional analysis and is not a required part of the basic financial statements, but is supplementary information required by Rule 17a-5 under the Securities Exchange Act of 1934. Such information has been subjected to the auditing procedures applied in the audit of the basic financial statements and, in my opinion, is fairly stated in all material respects in relation to the basic financial statements taken as a whole.

Medina, Ohio February 20, 2009

# SHEPARD & VRBANAC SECURITIES, INC. SUPPLEMENTARY INFORMATION SCHEDULE 1 COMPUTATION OF NET CAPITAL UNDER RULE 15c3-1 OF THE SECURITIES AND EXCHANGE COMMISSION December 31, 2008

NET CAPITAL Total stockholder's equity Deduct stockholder's equity not allowable for net capital	\$ 143,120		
TOTAL STOCKHOLDER'S EQUITY QUALIFIED FOR NET CAPITAL		\$	143,120
DEDUCTIONS AND/OR CHARGES: Non-allowable assets from the Statement of Financial Condition:	10.050		
Prepaid regulatory fees Accounts receivable - other	10,258 2,799		
TOTAL DEDUCTIONS AND/OR CHARGES		<u> </u>	13,057
NET CAPITAL BEFORE HAIRCUTS ON SECURITIES POSITIONS			130,063
HAIRCUTS ON SECURITIES Trading and investment securities		· · · · · · · · · · · · · · · · · · ·	(2,119)
NET CAPITAL			127,944
COMPUTATION OF AGGREGATE INDEBTEDNESS: Liabilities included in the Statement of Financial Condition: Accrued expenses	28,360		
TOTAL AGGREGATE INDEBTEDNESS	\$ 28,360		
COMPUTATION OF BASIC NET CAPITAL REQUIREMENT			
Minimum net capital required (6.66% of aggregate indebtedness)	\$ 1,890	•	
Minimum dollar net capital requirement of broker/dealer	\$ 50,000		
NET CAPITAL REQUIREMENT		· 	50,000
EXCESS NET CAPITAL		\$	77,944
EXCESS NET CAPITAL AT 1000% (net capital less 10% of aggregate indebtedness)		\$	125,108
PERCENTAGE OF AGGREGATE INDEBTEDNESS TO NET CAPITAL		<u>\$</u>	22%

NOTE: There are no material differences between the preceding computation and the Company's corresponding unaudited Part IIA of Form 17a-5(a) FOCUS report for the quarter ended December 31, 2008.

SHEPARD & VRBANAC SECURITIES, INC.
SUPPLEMENTARY INFORMATION
SCHEDULE II
COMPUTATION FOR DETERMINATION OF
RESERVE REQUIREMENTS UNDER
RULE 15c3-3 OF THE SECURITIES
AND EXCHANGE COMMISSION
December 31, 2008

Schedule II is not applicable. Shepard & Vrbanac Securities, Inc. has claimed an exemption from Rule 15c3-3 under Section (k)(2)(i). All customer transactions are cleared through Mesirow Financial Inc., on a fully disclosed basis.

SHEPARD & VRBANAC SECURITIES, INC. SUPPLEMENTARY INFORMATION SCHEDULE III INFORMATION RELATING TO POSSESSION OR CONTROL REQUIREMENTS UNDER RULE 15c3-3 OF THE SECURITIES AND EXCHANGE COMMISSION December 31, 2008

Schedule III is not applicable. Shepard & Vrbanac Securities, Inc. has claimed an exemption from Rule 15c3-3 under Section (k)(2)(i). All customer transactions are cleared through Mesirow Financial Inc., on a fully disclosed basis.

### Laura J. MacDonald

CPA. INC.

135 North Broadway - Medina, Ohio 44256 330.722.1944 - Fax 330.241.5090

INDEPENDENT AUDITOR'S REPORT ON INTERNAL CONTROL REQUIRED BY SECURITIES AND EXCHANGE COMMISSION RULE 17a-5(g)(1) FOR A BROKER-DEALER CLAIMING AN EXEMPTION FROM RULE 15c3-3

To the Board of Directors Shepard & Vrbanac Securities, Inc. Akron, Ohio

In planning and performing my audit of the financial statements of Shepard & Vrbanac Securities, Inc. (the Company), as of and for the year ended December 31, 2008 in accordance with auditing standards generally accepted in the United States of America, I considered the Company's internal control over financial reporting (internal control) as a basis for designing my auditing procedures for the purpose of expressing my opinion on the financial statements, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control. Accordingly, I do not express an opinion on the effectiveness of the Company's internal control.

Also, as required by Rule 17a-5(g)(1) of the Securities and Exchange Commission (SEC), I have made a study of the practices and procedures followed by the Company including consideration of control activities for safeguarding securities. This study included tests of such practices and procedures that I considered relevant to the objectives stated in Rule 17a-5(g) in making the periodic computations of aggregate indebtedness (or aggregate debits) and net capital under Rule 17a-3(a)(11) and for determining compliance with the exemptive provisions of Rule 15c3-3. Because the Company does not carry securities accounts for customers or perform custodial functions relating to customer securities, I did not review the practices and procedures followed by the Company in any of the following:

- 1. Making quarterly securities examinations, counts, verifications, and comparisons and recordation of differences required by Rule 17a-13
- 2. Complying with the requirements for prompt payment of securities under Section 8 of Federal Reserve Regulation T of the Board of Governors of the Federal Reserve System

The management of the Company is responsible for establishing and maintaining internal control and for the practices and procedures referred to in the preceding paragraph. In fulfilling this responsibility, estimates and judgments by management are required to assess the expected benefits and related costs of controls and of the practices and procedures referred to in the preceding paragraph and to assess whether those practices and procedures can be expected to achieve the SEC's above mentioned objectives. Two of the objectives of internal control and the practices and procedures are to provide management with reasonable but not absolute assurance that assets for which the Company has responsibility are safeguarded against loss from unauthorized use or disposition and that transactions are executed in accordance with management's authorization and recorded properly to permit the preparation of financial statements in conformity with generally accepted accounting principles. Rule 17a-5(g) lists additional objectives of the practices and procedures listed in the preceding paragraph.

Board of Directors February 20, 2009 Page 2

Because of inherent limitations in internal control and the practices and procedures referred to above, errors or fraud may occur and not be detected. Also, projection of any evaluation of them to future periods is subject to the risk that they may become inadequate because of changes in conditions or that the effectiveness of their design and operation may deteriorate.

A control deficiency exists when the design or operation of a control does not allow management or employees, in the normal course of performing their assigned functions, to prevent or detect misstatements on a timely basis. A significant deficiency is a control deficiency, or combination of control deficiencies that adversely affects the entity's ability to initiate, authorize, record, process or report financial data reliably in accordance with generally accepted accounting principles such that there is more than a remote likelihood that a misstatement of the entity's financial statements that is more than inconsequential will not be prevented or detected by the entity's internal control.

A material weakness is a significant deficiency, or combination of deficiencies, that results in more than a remote likelihood that a material misstatement of the financial statements will not be prevented or detected by the entity's internal control.

My consideration of internal control was for the limited purpose described in the first and second paragraphs and would necessarily identify all deficiencies in internal control that might be material weaknesses. I did not identify any deficiencies in internal control and control activities for safeguarding securities that I consider to be material weaknesses, as defined above.

I understand that practices and procedures that accomplish the objectives referred to in the second paragraph of this report are considered by the SEC to be adequate for its purposes in accordance with the Securities Exchange Act of 1934 and related regulations, and that practices and procedures that do not accomplish such objectives in all material respects indicate a material inadequacy for such purposes. Based on this understanding and on my study, I believe that the Company's practices and procedures, as described in the second paragraph of this report, were adequate at December 31, 2008, to meet the SEC's objectives.

This report is intended solely for the information and use of the Board of Directors, management, the SEC and other regulatory agencies that rely on Rule 17a-5(g) under the Securities Exchange Act of 1934 in their regulation of registered brokers and dealers, and is not intended to be and should not be used by anyone other than these specified parties.

Medina, Ohio February 20, 2009

nod wal

### SHEPARD & VRBANAC SECURITIES, INC.

### FINANCIAL STATEMENTS AND SUPPLEMENTARY INFORMATION

Year Ended December 31, 2008

SPC was processing

MAR 0 9 2009

Washington, DC 111

Laura J. MacDonald, CPA, Inc. 135 North Broadway Medina, Ohio 44256

# SHEPARD & VRBANAC SECURITIES, INC. FINANCIAL STATEMENTS AND SUPPLEMENTARY INFORMATION Year Ended December 31, 2008

TABLE OF CONTENTS	Page No
FORM X-17A-5, PART III – FACING PAGE	. 1
INDEPENDENT AUDITOR'S REPORT	3
FINANCIAL STATEMENTS	
Statement of Financial Condition	4
Statement of Income	5
Statement of Cash Flows	6
Statement of Changes in Stockholder's Equity	7
Notes to Financial Statements	9
SUPPLEMENTARY INFORMATION	
Independent Auditor's Report on Supplementary Information Required by Rule 17a-5 of the Securities and Exchange Commission	12
Schedule 1 – Computation of Net Capital Under Rule 15c3-1 of the Securities and Exchange Commission	13
Schedule II – Computation for Determination of Reserve Requirements Under Rule 15c3-3 of the Securities and Exchange Commission	14
Schedule III – Information Relating to Possession or Control Requirements Under Rule 15c3-3 of the Securities and Exchange Commission	15
INDEPENDENT AUDITOR'S REPORT ON INTERNAL CONTROL REQUIRED BY SECURITIES AND EXCHANGE COMMISSION RULE 17a-5(g)(1) FOR A BROKER-DEALER CLAIMING AN EXEMPTION FROM RULE 15c3-3	16